

LINE	STATUS	ACTION	LINE	STATUS	ACTION
01	PLAY MSG	NCC	05	READY	16.13
02	PLAY MSG	NCC	06	READY	06/07/93
03	PLAY MSG	NCC	07	READY	VR.0
04	PLAY MSG	NCC	08	READY	
04	06/07/93,14:13	.0,2,954,852,153,852,	000,147		.0,0,0
03	06/07/93,14:12	.0,2,954,8	52,153,852,000,147		.0,0,0
02	06/07/93,14:11	.0,2,954,852,153,	852,000,147,		0,0,0
01	06/07/93,14:10	.0,2,	954,852,153,852,000,147,		.0,0,0
01	06/07/93,14:09	.0,2,954,852,	153,852,000,147		.0,0,0
04	06/07/93,14:08	.0,2,954,	852,153,852,000,147		.0,0,0
03	06/07/93,14:07	.0,2,954,852,153,8	52,000,147		.0,0,0
02	06/07/93,14:06	.0,2,	954,852,153,852,000,147		.0,0,0
01	06/07/93,14:05	.0,2,954,852,153,852	.000,147		.0,0,0

MOLSON CONNECTION

LINE	STATUS	ACTION	LINE	STATUS	ACTION
01	PLAY MSG	HKY POOL	05	HKY POOL	15.45
02	PLAY MSG	HKY POOL	06	READY	12/15/93
03	PLAY MSG	HKY POOL	07	READY	VR.0
04	PLAY MSG	HKY POOL	08	READY	
05	12/15/93,15:45	.057,	59,264,589,137,252		.0,0,0
04	12/15/93,15:44	.057,359,	264,589,137,252		.0,0,0
03	12/15/93,15:43	.057,359,264,	589,137,252		.0,0,0
02	12/15/93,15:42	.057,359,264,589,137,252			.0,0,0
01	12/15/93,15:41	.057,	359,264,589,137,252		.0,0,0
04	12/15/93,15:40	.057,359,264,	589,137,252		.0,0,0
03	12/15/93,15:39	.057,359,	264,589,137,252		.0,0,0
02	12/15/93,15:38	.057,359,264,	589,137,252		.0,0,0
01	12/15/93,15:37	.057,359,264,589,	137,252		.0,0,0

SPORTS LINE

LINE	STATUS	ACTION	LINE	STATUS	ACTION
01	PLAY MSG	SPORTS	05	READY	16:29
02	PLAY MSG	SPORTS	06	READY	08/18/93
03	PLAY MSG	SPORTS	07	READY	VR.0
04	PLAY MSG	SPORTS	08	READY	
04	08/18/93,16:29	0852,247,300,	900,212,575,		.0,0,0
03	08/18/93,16:28	0852,	247,300,900,212,575,		.0,0,0
02	08/18/93,16:27	085	2,247,300,900,212,575,		.0,0,0
01	08/18/93,16:26	0852,247,	300,900,212,575,		.0,0,0
01	08/18/93,16:25	0852,247,300,	900,212,575,		.0,0,0
04	08/18/93,16:24	0852,	247,300,900,212,575,		.0,0,0
03	08/18/93,16:23	0852,247,	300,900,212,575,		.0,0,0
02	08/18/93,16:22	0852,	247,300,900,212,575,		.0,0,0
01	08/18/93,16:21,	0852,247,300,900,212,575,			.0,0,0

WORLD'S GREATEST HOCKEY DRAFT

LINE	STATUS	ACTION	LINE	STATUS	ACTION
01	PLAY MSG	MOLSON	05	MOLSON	12.45
02	PLAY MSG	MOLSON	06	MOLSON	12/12/93
03	PLAY MSG	MOLSON	07	READY	VR.0
04	PLAY MSG	MOLSON	08	READY	
06	12/12/93,12:49	.0,1689,9743,	24	51,9512,	.0,0,0
05	12/12/93,12:48	.0,1689,9743,	2451	.9512,	.0,0,0
04	12/12/93,12:47	.0,1689,9	743,2	451,9512,	.0,0,0
03	12/12/93,12:46	.0,	1689,97	3,2	45
02	12/12/93,12:45	0,1	689,97	43,2451,9512,	.0,0,0
01	12/12/93,12:44	0,1689,9743,2451,	9512,		.0,0,0
03	12/12/93,12:43	0,1689,9743,	2451,9512,		.0,0,0
02	12/12/93,12:42	0,1689,9	743,2451,9512,		.0,0,0
01	12/12/93,12:41,	0,1689,9743,2451,9512,			.0,0,0

NATIONAL CITIZENS COALITION

ANNUAL REPORT 1993



CORPORATE PROFILE

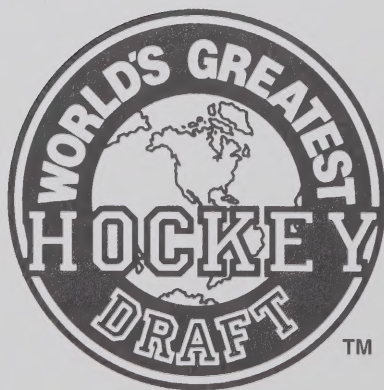
Call 900 Inc. is a Canadian telecommunications corporation whose core business is the provision of interactive call processing and database management services. Its shares are traded on the Alberta Stock Exchange.

ANNUAL MEETING

The annual meeting of Call 900 Inc. shareholders will take place at 4 p.m., Monday, May 17, at the Westin Hotel, Lake Louise Room, 320 Fourth Avenue South West Calgary, Alberta.

TRADEMARKS

WORLD'S GREATEST
HOCKEY DRAFT



Cover:

The computer terminals shown on the front cover depict the Call Management System operated by Call 900. The system processes data from incoming calls on behalf of the information providers. Titles appearing on each screen represent actual interactive programs.

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Call 900 Inc.

CHAIRMAN'S MESSAGE

1993 was a year of incredible change for your Company. Nearly fifteen months after the shares of Reunion 56 Oil & Gas Inc. were suspended (March 5, 1992: failing to maintain continued listing requirements) the Company was reinstated to trading June 24, 1993 under new management, operational focus and business name. Call 900 Inc. ("Call 900"), the reorganized entity, was formed to exploit the opportunities in the North American audiotex industry.

We have entered a new era in information technology. Now more than ever Canadians are using the telephone to access various types of recorded information. Audiotex, as it is referred to in the industry, is the business of providing informational services to the general public using interactive voice response systems.

As a service bureau, Call 900 provides the services and facilities required by companies to incorporate interactive programming into their national and local marketing activities. Call 900 works with such companies to maximize their advertising investment with custom designed 800/900 telephone programs. These programs are used to enhance direct consumer response campaigns, product ordering, polling, customer service, product information and sampling, sweepstakes, entertainment and much more.

Call 900's Call Management System, located in Calgary, is linked into a national telephone network ensuring calls for all programs are received Canada-wide.

Call 900 delivers a wide variety of services related to 800/900 informational marketing campaigns. Services include scripting, professional voice recording, fax-on-demand, detailed call reporting, caller identification and credit card verification.

The Company also offers its clients competitive pricing with the lowest call processing fees in the country.

The most vital ingredient in Call 900's competitive position is the Company's licensed on-line database of 8.3 million Canadian residents. Audiotex promotions can now be structured so that consumers dialing a marketing program can be identified by name, address, telephone number, postal code and income status on the Call Management System. This is a powerful marketing tool allowing Call 900's clients to access meaningful information on potential and existing customers. Molson Breweries found the Company's database instrumental in the success of their membership campaign in Ontario.

The Company's joint venture with Super Sports Software Inc. and Silcorp Limited (operating as "Mac's" Convenience Stores) provides significant opportunities for Call 900 to profit from the interactive sports game industry. The "World's Greatest Hockey Draft" is the first promotion under the joint venture and although entrant registration was low, player trading by phone has been impressive.

Almost 90% of the entrants are utilizing the 1-900 trade-line. Plans are already under way to launch a 1994 national hockey pool with Mac's and Super Sports Software Inc.

Call 900 Inc.



Audiotex is a burgeoning business. In the United States alone, consumer spending on 900 programs in 1993 was \$588 million. During the same time 800 interactive programming also played a role in the massive \$7.73 billion United States toll free market.

The trend in North America over the next five years is for accelerated use of both 800 and 900 services. The growing demand for these services in Canada has forced Stentor Resource Centre Inc., Canada's national telecommunication alliance, to apply for new tariffs in 900 premium billing and 800 service fee reductions for mass volume users. All applications by Stentor are made to the Canadian Radio-Television and Telecommunications Commission (CRTC).

Public Telecom Notice CRTC 93-94 (Premium 900 Service), when approved, will allow companies using 900 service to charge a caller up to \$50 per call for information provided from their 900 programs. Under the present 900 service tariff information providers receive only fifteen cents per call. The cost of the call is charged to the caller's monthly telephone bill. The telephone company then remits revenue from the call, less transport and billing costs, to the information provider.

During 1993, Call 900 while operating as Reunion Oil & Gas Inc., raised \$199,500 in common equity capital from the issuance of 1.33 million shares. The proceeds from this equity issue, together with a portion of

Call 900 cash-on-hand, were used to acquire state-of-the-art hardware and software for the Call Management System and maintain on-going working capital requirements. At year end, Call 900's balance sheet was strong with shareholders' equity over \$480,000 and working capital at \$92,000. Revenue was lower than expected at \$61,408 resulting in an operating loss of \$179,858.

Despite incurring a loss for 1993, the Company's strategic emphasis on call processing and database management is designed to provide a satisfactory level of earnings over the business cycle.

With program applications expanding and client relationships strengthening, Call 900 expects this strategy to yield a profit in 1994.

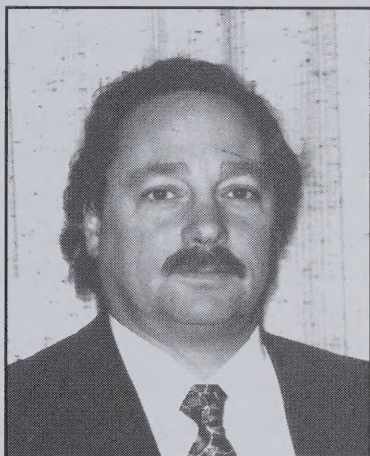
Over the next five years, in addition to establishing a solid client base, Call 900 plans to integrate advanced billing systems, hardware and software manufacturing, and outbound call centres to become a leading audiotex service bureau. Opportunities in Canada's deregulated long distance business are also being considered.

In 1994, Call 900 will expand in exciting ways and provide you, our Shareholders, with increased value. We are confident 900 service will be approved by the CRTC during 1994 creating additional opportunities for increased revenues and profitability.



Call 900 Inc.

Call 900 has strong management and highly motivated directors who have shown leadership, creativity and loyalty.



We have developed a low fixed-cost, low overhead approach to delivering high quality products and services to our customers. We appreciate our loyal clients who believe in the benefits of audiotex technology. And we are thankful to you, our Shareholders, for your continued support and confidence in the Company.

Sincerely,

Geoffrey G. Pickering
Chairman of the Board and
Chief Executive Officer

FINANCIAL HIGHLIGHTS

Selected Financial Data
As of the Years Ended December 31

	<u>1993</u>	<u>1992</u>
Revenue	\$61,408	\$0
Retained Earnings (Deficit)	(\$177,159)	\$2,699
Net Loss	(\$179,858)	(\$316,900)
Per Common Share	(\$0.02)	(\$0.06)
Total Assets	\$560,077	\$2,700

1993 A YEAR OF TRANSITION

January

On January 6, 539846 Alberta Ltd. successfully acquires 60% of the issued and outstanding shares of the Company, Reunion 56 Oil & Gas Inc. ("Reunion") pursuant to a take-over-bid dated December 4, 1992. As part of the subject transaction, the Directors of Reunion resign and are replaced by Jon Havelock (President and Director), Jeffrey G. Thomson (Treasurer and Director) and Geoffrey G. Pickering (Secretary and Director). New management restores the Company to operating status and restructures its business activities from oil and gas to the telecommunications industry. The Company remains temporarily suspended from trading.

February

In order to restore the Company's trading privileges on the Alberta Stock Exchange, management gives the Exchange notice of a proposed private placement. Additionally, the Company announces its intention of purchasing a private Alberta company, Call 900 Inc.

April

The Company completes its Private Placement raising \$199,500 and issuing 1,330,000 common shares.

AGT signs an agreement with the Company to provide 900 Special Assembly and research and development funding. The Company acquires a Call Management System and begins processing calls for client applications. Teleline Information Network Canada Inc. signs a deal with Call 900 to market two 1-900 campaigns.

May

The Company receives approval from the Alberta Stock Exchange to purchase all of the issued and outstanding shares of Call 900 Inc. for a purchase price of \$400,000. Purchase is completed by issuing 4,000,000 common shares of the Company to the Directors of Call 900 Inc.

June

On June 16, Reunion and Call 900 Inc. amalgamate. Shortly thereafter, the Company receives approval from the Alberta Stock Exchange to re-list its shares for trading June 24.

Pursuant to the vertical amalgamation, the name of the Company changes to Call 900 Inc.



Call 900 Inc.

July

The Company signs an agreement with Targetbase Marketing (Irving, Texas) and Molson Breweries (Toronto, Ontario) to provide inbound call processing services for a database marketing promotion. The program begins July 19 utilizing the 1-800-MOLSON4U audiotex format to enrol members.

The National Citizen's Coalition retains Call 900 Inc. to process calls for a nation-wide political action line.

The Company acquires a Canadian Residential Phonelist database from Calgary based G.W.E. Group Inc., enabling on-line caller identification and demographics profiling of 8.3 million residents.

August

On August 3, Super Sports Software Inc. of Calgary signs an agreement with the Company to provide statistical administration for interactive sports pool promotions.

September

Call 900 Inc. signs a deal with Mac's Convenience Stores to joint venture in marketing a hockey pool sweepstakes throughout Western Canada.

October

Jon Havelock resigns as President and Director. Andrew J. Thomson, formerly Vice President of Operations is appointed to fill both vacancies. Geoffrey G. Pickering is appointed to Chairman of the Board and Chief Executive Officer. Mr. Pickering brings with him 13 years direct experience in the telemarketing and audiotex industry.

December

Phone trading begins for the "World's Greatest Hockey Draft" generating an average of five hundred calls per day.

The Company closes 1993 with a very enthusiastic outlook for the future. Although the Company suffered a net loss of \$179,858 during its first year of operation, strong client relationships have been developed and programs are continuing to expand with increased visibility.

INDUSTRY OVERVIEW

Audiotex Industry - United States Market

Over the last decade the audiotex industry globally has experienced explosive growth. Technological advances in hardware and software, and changing consumer preferences have expanded the demand for, and the types of, informational programming in the marketplace. From sports to stocks, horoscopes to sweepstakes, audiotex has become an enormous world-wide business.

The United States is the largest and most comparable audiotex market to Canada. Although massively different in market size, both countries have a similar tariff structure, language base and telecommunications network. In fact, the 900 service tariff currently under review in Canada was "blueprinted" from the United States. Because of the similarities, we adopt United States audiotex precedents to emphasize the power and potential of 800/900 numbers in Canada.

In the United States alone, 800 and 900 program revenue grew from a \$5.7 billion business in 1988 to an estimated \$8.5 billion in 1993. Industry analysts project that the audiotex business will reach \$12 billion in the United States by the year 2000.

Obtaining information over the phone is nothing new in North America. In fact, in 1927 the New York Telephone Company created a "recorded" time of day service. Operators actually mimicked recorded messages to avoid constant propositions they heard from interested men.

Years later recorded technology was developed, and the phone companies added weather, horoscopes, sports and off-track betting information for their customers.

Then in 1980, American Telephone & Telegraph (AT&T) was asked to develop a 900 number for the television networks as a way of conducting instant polls of viewers on matters of current interest. During the 1980 Presidential Debate, viewers were polled on who they believed won the debate. The cost of the call was 50 cents. There were so many calls that phone lines were jammed around the country. There was a total of 696,429 calls received during that one day poll.

Various companies began requesting 900 numbers as a way of disseminating information. The telephone company gave five cents to a company owning a 900 line for every call received by their program. Johnson & Johnson, for example, used 900 service to release consumer information during the Tylenol tampering scare.

Towards the end of 1987, the 900 industry saw a dramatic change. AT&T permitted information providers to charge callers up to \$2.00 per minute for access to their 900 program. It was the beginning of what turned out to be one of the most explosive trends ever experienced in the United States telecommunications industry.



Call 900 Inc.

Total call revenues from 900 programming increased from \$60 million in 1988 to \$975 million in 1991.

With no strict regulatory guidelines, information providers created every telephone program imaginable. In 1991, there were more than 14,000 900 programs operating in the United States. Almost 75% of these programs were adult entertainment lines.

The attraction of quick money from adult entertainment was soon hindered by strict legislative restraints. Revenues for 900 service dropped 40% the following year and adult entertainment no longer dominated the industry.

It is worth noting that the current 900 tariff in Canada, as applied for, does not allow for adult programming, chat lines or group access bridging (party lines).

With the eradication of adult programming, the audiotex business of the 1990's began a slow but accelerated revival spearheaded by corporate America. Fortune 500 companies and major media groups realized the potential of interactive telephone programs for accessing consumer information in a rapid, cost effective, and often very profitable manner.

As an example, below is a list of blockbuster audiotex programs run by United States service bureaus.

<u>Sponsor</u>	<u>Calls</u>	<u>Time frame</u>	<u>Revenue</u>
Jose Canseco	600,000	2 months	\$1.8 million
DJ Jazzy Jeff	2 million	9 months	\$2.45 million
McDonald's	125 million	30 days	\$100 million
MTV Sweepstakes	400,000	1 day	\$1.2 million
Sportsphone (NYC)	36 million	1 year	n/a

This same breed of companies is now looking at 800 and 900 in Canada and Call 900 has positioned itself to become the leading call processing facility in the country.

INDUSTRY'S FUTURE

Opportunity is Calling

The global audiotex industry is changing as rapidly as it is growing. New products, billing systems, access networks and regulatory guidelines are shaping the industry for the 1990's.

The Canadian telecommunications industry is no exception. New products, rate structures and deregulation of long distance service will all positively affect the manner in which the Company can compete.

Products such as Vari-a-bill, developed by AT&T, are soon entering Canada to be incorporated with 900 service. This is a highly technical product that has greatly enhanced the flexibility of 900 programming. It allows the caller of a 900 program to select differing per minute rates depending on which menu is selected.

Due to increased volume of 800 service in Canada, many telephone companies are making applications to benefit mass volume users. As well, recent deregulation of long distance service in Canada will provide Call 900 with opportunities in the form of discounts on outbound dialing.

Various billing systems are being integrated in the market as an alternative to 900 telephone company billing. Credit card, check debiting, debit cards and third party billing are innovative ways of collecting money from the consumer for information services rendered over the telephone. These methods will continue to play a major role in the Company securing accounts receivable in the 1990's.

Another large step being made in the audiotex industry is the integration of interactive television and screen telephone systems. Interactive television is already used in the United States and is a growing area of the business. It incorporates consumer participation to television programming using 900 service. Screen telephones are being produced as a prototype to market in residential homes. The screen will enable consumers to read messages left by companies highlighting newly available retail products and discounts.

New technology and increased visibility of audiotex in the marketplace is projected to have positive effects on Company revenue over the next five years.



Call 900 Inc.

OPERATIONS

The Right Place At the Right Time

During 1993, the Company's focus on operations was directed at increasing revenue through existing programs, maintaining low overhead and providing quality customer service.

For the first nine months of operation to year end, Call 900 generated 79,901 minutes into the Call Management System for both 800 and 900 telephone programs. A total of five client applications were signed with 80% of call processing revenue being derived from 800 programs. Revenue from other sources included programming, facility charges, 900 call processing and additional services.

The Company utilizes interactive/digitized computer voices to process all inbound calls. No live operators are employed to answer phones.

For this reason labour costs are low. Only two people are employed with Call 900 in administration and marketing positions. All programming and technical support is provided on a consulting basis.

Customer service is the cornerstone of the Company's operations. A number of enhancements available to Call 900 customers include rapid program design and integration, detailed call reporting, post-program analysis and multiple call termination options.

1993

FINANCIAL STATEMENTS

AUDITORS' REPORT

To the Shareholders of Call 900 Inc.

We have audited the balance sheet of Call 900 Inc. as at December 31, 1993 and the statements of operations and retained earnings (deficit) and cash flows for the year then ended. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the company as at December 31, 1993 and the results of its operations and the changes in its financial position for the year then ended in accordance with generally accepted accounting principles.

Calgary, Canada
February 18, 1994

Ernst + Young

Chartered Accountants



Call 900 Inc.

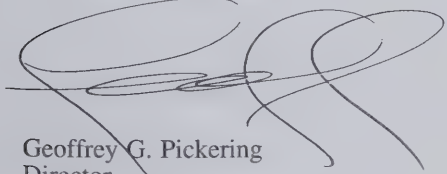
BALANCE SHEET

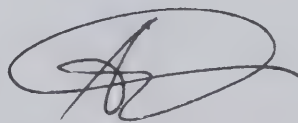
Year ended December 31

	1993	1992
ASSETS		
Current		
Cash	101,756	2,700
Accounts receivable	37,051	--
Deposits	26,294	--
Total current assets	165,101	2,700
Fixed [note 3]	15,876	--
Call processing technology, net of amortization of \$41,814 [note 2]	376,331	--
Trademarks	2,769	--
	560,077	2,700
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	72,735	--
Commitments [note 6]		
Shareholders' equity		
Share capital [note 4]	664,501	1
Retained earnings (deficit)	(177,159)	2,699
	487,342	2,700
	560,077	2,700

See accompanying notes

On behalf of the Board:


Geoffrey G. Pickering
Director


Andrew J. Thomson
Director

Call 900 Inc.



STATEMENT OF OPERATIONS AND RETAINED EARNINGS (DEFICIT)

Year ended December 31

	1993	1992
REVENUES		
Call income	60,921	--
Interest	487	--
	61,408	
EXPENSES		
Operating	64,200	--
Marketing	35,084	--
General and administrative	64,917	--
Public company	32,489	--
Depreciation	2,762	--
Amortization of call processing technology	41,814	--
	241,266	--
Loss from continuing operations	(179,858)	--
Loss from discontinued oil and gas business <i>[note 7]</i>	--	(316,900)
Net loss for the year	(179,858)	(316,900)
Retained earnings, beginning of year	2,699	14,300
Reduction of share capital <i>[note 7]</i>	--	386,699
Shareholder contribution <i>[note 7]</i>	--	33,000
Dividend	--	(114,400)
Retained earnings (deficit) end of year	(177,159)	2,699
Loss per share	(.02)	(.06)

See accompanying notes



Call 900 Inc.

STATEMENT OF CASH FLOWS

Year ended December 31

	1993	1992
CASH PROVIDED BY (USED IN) OPERATIONS		
Loss from continuing operations	(179,858)	--
Add (deduct) items not requiring cash		
Amortization and depreciation	44,576	--
Patent costs written off	4,492	
Net change in non-cash working capital related to operations	1,753	--
	(129,037)	--
Cash used in operations of discontinued oil and gas business [note 7]	--	(38,100)
Cash used in operations	(129,037)	(38,100)
CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES		
Acquisition of telemarketing business [note 2]	(400,000)	--
Purchase of fixed assets	(18,638)	--
Trademarks	(2,769)	--
Cash provided by discontinued oil and gas business [note 7]	--	195,700
Cash provided by (used in) investing activities	(421,407)	195,700
CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES		
Issuance of shares for telemarketing business	400,000	--
Net proceeds from issuance of shares	264,500	--
Change in non-cash working capital related to financing activities	(15,000)	--
Cash used in discontinued oil and gas business [note 7]	--	(153,400)
Cash provided by (used in) financing activities	649,500	(153,400)
Net increase in cash during year	99,056	4,200
Cash, beginning of year	2,700	(1,500)
Cash, end of year	101,756	2,700

See accompanying notes

NOTES TO FINANCIAL STATEMENTS

For the year ended December 31, 1993

1. SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles. The financial statements have, in management's opinion, been properly prepared within reasonable limits of materiality and within the framework of the accounting policies summarized below:

Fixed Assets

Fixed assets are recorded at cost. Depreciation is provided at rates designed to depreciate the cost of the assets over their estimated useful lives. Telephone, office and computer equipment are depreciated at an annual rate of 30%.

Call Processing Technology

Call processing technology is recorded at cost and is being amortized on a straight line basis over five years.

Income Taxes

The Company follows the deferral method of tax allocation accounting under which the provision for income taxes is based on earnings as reported in the accounts. Taxes are deferred principally as a result of recording depreciation and amortization expenses at rates which differ from the related claims for income tax purposes.

Comparative Figures

Prior to 1993, the Company was engaged solely in oil and gas operations under the name of Reunion 56 Oil and Gas Inc. These operations were discontinued during 1992 (see note 2). Accordingly the prior year's comparative figures have been condensed for presentation purposes.

2. BUSINESS COMBINATION

Effective June 16, 1993, the Company (formerly Reunion 56 Oil and Gas Inc.) acquired 100 percent of the outstanding shares of Call 900 Inc., a telemarketing service bureau. These shares were previously held by shareholders also owning a majority of the shares of Reunion 56 Oil and Gas Inc. The two companies were amalgamated on June 16, 1993 and continued under the name Call 900 Inc.

Consideration for the outstanding shares of Call 900 Inc. consisted of 4,000,000 common shares of Reunion 56 Oil and Gas Inc. with an assigned value of \$400,000. The acquisition of Call 900 Inc. has been accounted for by the purchase method. These financial statements include the results of operations of the acquired company from June 17, 1993. The purchase cost has been allocated to the net assets acquired as follows:

Net Assets Acquired

Working Capital Deficiency	(14,174)
Patent Application Costs	4,492
Call Processing Technology	418,145
Acquisition Costs	(8,463)
	<hr/> 400,000



Call 900 Inc.

3. FIXED ASSETS

	1993		
	Cost	Accumulated Depreciation	Net Book Value
Telephone Equipment	17,463	2,622	17,463
Office	775	80	775
Computer	400	60	400
	18,638	2,762	18,638

4. SHARE CAPITAL

Authorized

Unlimited Preferred Shares Without Nominal or Par Value

Unlimited Class A Common Shares Without Nominal or Par Value

Outstanding Common Shares	1993		1992	
	Number	Amount	Number	Amount
Balance, beginning of year	5,198,000	1	5,198,000	386,700
Reduction in Share Capital [Note 7]	--	--	--	386,699
Issued				
For Cash	1,330,000	199,500	--	--
Purchase of Call 900 Inc.	4,000,000	400,000	--	--
Exercise of Stock Options	375,000	75,000	--	--
Share Issue Costs	--	(10,000)	--	--
Balance, End of Year	10,903,000	664,501	5,198,000	1

At December 31, 1993 the Company had 675,000 stock options outstanding held by Officers and Directors. Of these, 200,000 with an exercise price of \$0.40, expired in February 1994 and the balance of 475,000 with an exercise price of \$0.25 are scheduled to expire in June 1994.

5. INCOME TAXES

The Company has a non-capital loss available for deduction against future taxable income of approximately \$135,282 which expires in the year 2000. The income tax benefit of this loss has not been recognized in these financial statements. In addition, the Company has not recorded the deferred income tax benefit related to \$44,576 of depreciation and amortization expenses in excess of related income tax claims.

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Design:
Borderquest Imaging & Graphics Inc.

Printing:
Keystone Graphics Ltd.

Printed in Canada